

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Case No. 12-12020 (MG)
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	
)	Chapter 11
Debtors.)	
)	Jointly Administered
)	
)	Related Docket No. 6380 & 9757

**CORRECTED ORDER UNDER 11 U.S.C. §§ 105(a) AND 554(a) APPROVING
ABANDONMENT OF DEBTORS' INTERESTS IN CERTAIN ESTATE ASSETS**

Upon the motion (the “**Motion**”) of the Debtors¹ for entry of an order (the “**Order**”), pursuant to sections 105(a) and 554(a) of title 11 of the United States Code, as amended (the “**Bankruptcy Code**”) authorizing the abandonment of (A) NERDs, (B) Trust Certificates, (C) PFIC equity, (D) common land, and (E) “zero balance” home equity lines of credit, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed the Motion and the Declaration of William Tyson in support of the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and the legal and factual bases set forth in the Motion establish just and sufficient cause to grant the relief

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

requested herein; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND, DETERMINED, AND ORDERED THAT:

1. The Motion is **GRANTED** to the extent provided herein.
2. Pursuant to Section 554(a) of the Bankruptcy Code, the Debtors are authorized to abandon the Property Interests identified in **Exhibits 2-A, 2-C and 2-E** to the Motion, as of December 17, 2013.
3. Pursuant to Section 554(a) of the Bankruptcy Code, the Debtors are authorized to abandon the Property Interests listed on **Annex A**, as of December 17, 2013.
4. The relief sought in the Motion as to the Common Land identified in **Exhibit 2-D** is to be considered by the Court at a future hearing, the date of which is to be determined, and such future hearing will be noticed to the appropriate parties.
5. The Debtors and the Liquidating Trust are authorized to take any all necessary actions to release the lien against a borrower's real property associated with the HELOC.
6. The Debtors and the Liquidating Trust are authorized to pay the cost of releasing the lien² so that the borrower does not incur such administrative costs associated with the abandonment of the Debtors' interests in the HELOC.
7. The Debtors and the Liquidating Trust are hereby authorized to execute and deliver all instruments and documents, and take all other actions, as may be necessary or appropriate to implement and effectuate the relief granted in this Order.

² The Debtors only intend to release the lien filed against the borrower's real property related to the HELOC. To the extent that other liens exist against the borrower's real property related to loans other than the HELOC at issue, the Debtors are not seeking authority from this Court to effect the release of such other liens.

8. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

IT IS SO ORDERED.

Dated: April 12, 2016.
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

ANNEX A

Securities

Deal Name	Deal Id
SER 2004 HI2 CERT	2004-HI2
2003 HI4 CL A COMMON	2003-HI4
1998 HI2 CL A COMMON	1998-HI2
RFC06HI1 CERT	2006-HI1
2003 HI2 CL A COMMON	2003-HI2
2004 HI1 CL A COMMON	2004-HI1
RFC06HI3 CERT	2006-HI3
RFC06HI4 CERT	2006-HI4
RFC06HSA2 SBII	2006-HSA2
RFC05HI3 CERT	2005-HI3
RFC06HI5 CERT	2006-HI5
RFC05HI2 CERT	2005-HI2
RFC05HS2 SBII	2005-HS2 II
SER 2005 HS1 SBII	2005-HS1
2006-HI2 I	06-HI2
GMEN 2004-VFT	2004-VFT